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LISTING STATEMENT NO. 2570

LISTED SEPTEMBER 7, 1972.
 2,658,090 common shares without par value of which
 200,000 shares are subject to issuance.
 Stock Symbol MLI
 Post Section 10

TORONTO STOCK EXCHANGE

LISTING STATEMENT

MAISLIN INDUSTRIES LTD.

(a company incorporated under the laws of the Province of Québec
 by Letters Patent dated November 2, 1970.)

CAPITALIZATION AS AT JUNE 17, 1972 (i)

Designation of Securities		Outstanding June 17, 1972	To Be Listed
<u>Long-Term Debt</u>			
Notes and Loans Payable	.....	\$ 922,602	
Mortgages Payable	.....	\$ 4,012,743	
Equipment Liens	.....	\$10,247,231	
Secured Bank Loans	.....	\$ 1,515,575 (ii)	
	Amount Authorized	Outstanding July 31, 1972	
<u>Share Capital</u>			
Common Shares without par value	..... 7,000,000	2,458,090 (\$ 5,013,230)	2,658,090

- (i) Reference is made to the Prospectus of the Company dated July 4, 1972, (the "Prospectus"), page 18, note (4) under "Notes to the Consolidated Financial Statements" for full particulars of Long-Term Debt and to Note (9) under the same heading for particulars of Lease Commitments.
- (ii) See "Use of Proceeds" in the Prospectus for plans to reduce certain liens on automotive equipment if proceeds of issue are sufficient after retirement of bank loan.

1. APPLICATION

Maislin Industries Ltd. (the "Company") hereby makes application for the listing on The Toronto Stock Exchange of 2,658,090 common shares without par value of which 2,458,090 shares are presently issued and outstanding as fully paid and non-assessable.

The remaining 200,000 shares included in this application have been reserved as follows:

Employees Stock Purchase Plan	100,000
expiring upon the taking up of the entire amount reserved or subject to such other conditions as the Plan Committee may determine. The price to be paid shall in the first 30 days following the initial offering to the public be the offering price. Subsequently the price shall be the closing price of the shares, as listed on the Montreal or Toronto Stock Exchange on the last day of the subscription period.	
Employees Stock Option Plan	100,000
expiring May 15, 1982, or earlier at the discretion of the Board of Directors. The option is exercisable at the closing price on the Montreal and/or Toronto Stock Exchange on the last business day before the date on which the option is granted, or if no sale is reported on that date, the price shall be that amount which is 90% of the mean of the closing bid and ask quotations for such common shares at the close of business that day.	
	200,000

2. REFERENCE TO PROSPECTUS

Reference is made to the Prospectus dated July 4, 1972, with respect to the offering of common shares of the Company, a copy of which Prospectus is attached hereto and is hereby incorporated in this application and forms part hereof.

3. HISTORY AND NATURE OF BUSINESS

Reference is made to the heading "Company" on pages 3 through 6 inclusive of the Prospectus.

4. INCORPORATION

The Company was created by the amalgamation under the laws of the Province of Québec of four Québec companies by Letters Patent (Amalgamation) dated November 2, 1970.

5. COMMON SHARES ISSUED DURING PAST 10 YEARS

<u>Date of Issue</u>	<u>No. of Shares</u>	<u>Amount Realized per Share</u>	<u>Consideration Received</u>	<u>Purpose of Issue</u>
December 1, 1970	62,200	—	—	Reference is made to the heading "Prior Sales of Common Shares" on Page 13 of the Prospectus.
December 1, 1970	233,850	—	—	Reference is made to the heading "Prior Sales of Common Shares" on Page 13 of the Prospectus.
July 25, 1972	225,000	\$11.75	\$2,643,750	Reference is made to the heading "Use of Proceeds" on Page 8 of Prospectus.

6. DETAILS OF COMMON SHARES

Reference is made to the heading "Details of Common Shares" at page 7 of the Prospectus for a full description of the Company's common shares.

7. RECORD OF PROPERTIES

The Company is a holding company and actually owns no property save for the shares of its subsidiaries as set forth in the Prospectus.

8. SUBSIDIARY COMPANIES

Attached hereto as Appendix is a list of the subsidiary companies of the Company (commencing on Page 5).

9. FUNDED DEBT

The particulars of the funded debt of the Company can be found under the heading "Capitalization" on page 7 of the Prospectus and in the financial statements of the Company commencing on page 15 of the Prospectus with particular reference to note 4 on page 18 thereof.

10. OPTIONS, UNDERWRITING AGREEMENTS

The Company has adopted an Employee Stock Option Plan, the particulars of which are found under the heading "Stock Option and Stock Purchase Plan" on page 8 of the Prospectus, and under the heading "Application" of this document.

The Company has entered into an Underwriting Agreement with the Underwriter on July 4, 1972.

11. LISTING ON OTHER STOCK EXCHANGES

No securities of the Company are presently listed under any other stock exchange. Application, however, is being made to the Montreal Stock Exchange concurrently with this application to list the shares for which application to list is made hereunder.

12. STATUS UNDER SECURITIES ACTS

The Offering of 450,000 common shares was qualified for sale through registered securities dealers in the Provinces of Newfoundland, Nova Scotia, Prince Edward Island, New Brunswick, Québec, Ontario, Manitoba, Saskatchewan, Alberta and British Columbia in July 1972; Québec has been selected as the primary filing jurisdiction.

13. AUDITORS

The auditors of the Company are Peat, Marwick, Mitchell & Co., Chartered Accountants, 1155 Dorchester Boulevard West, Montréal; and Messrs. Routtenberg, Scharf, Kwiat and Singer, Chartered Accountants, 50 Cremazie Boulevard West, Montréal.

14. FISCAL YEAR

The fiscal year of the Company ends on December 31 in each year and the Company issues quarterly unaudited interim financial reports.

15. HEAD OFFICE

The head office of the Company is located at 7401 Newman Boulevard, City of LaSalle, Québec, Canada. The Company has no other offices.

16. REGISTRAR AND TRANSFER AGENT

The transfer agent and registrar for the common shares of the Company is The Royal Trust Company at its head office, 630 Dorchester Boulevard West, Montréal, Québec, and at its principal offices in Toronto, Winnipeg, Regina, Calgary and Vancouver.

17. DIRECTORS AND OFFICERS

The names in full and the home addresses of the Directors and Officers of the Company together with their principal occupations within the five preceeding years are as set out under the heading "Directors and Officers" on page 9 of the Prospectus.

18. ANNUAL MEETINGS

The by-laws of the Company provide that the annual meeting of the Company shall be held at the head office of the Company in Montréal or at such other place in Québec as the Board of Directors may determine. The last annual meeting of Shareholders of the Company was held on the 16th of May, 1972.

19. TRANSFER FEE

No fee is charged on stock transfers other than the customary government stock transfer tax.

20. VOTING TRUST AND VOTING TRUSTEES

Reference is made to the heading "Principal and Selling Shareholders" on pages 8 and 9 of the Prospectus for particulars of voting trusts which have been created.

21. MATERIAL FACTS

Reference is made to the heading "Material Contracts" on page 13 of the Prospectus and particularly to Item 9 with respect to acquisition of Highway Express Lines Inc. Reference is also made to the heading "Pending Acquisitions" on page 6 of the Prospectus with respect to negotiations being carried on for the purchase of not less than 67% of the shares of a large United States motor common carrier in exchange for a substantial number of Common Shares of the Company. As at the date of the printing of this application all negotiations for this acquisition have terminated. There are no other material facts.

22. CERTIFICATE

Pursuant to a resolution duly passed by its board of directors, Maislin Industries Ltd. hereby applies for listing of the above-mentioned securities on The Toronto Stock Exchange and the undersigned officers hereby certify that the statements and representations made in this application and in the documents submitted in support thereof are true and correct.

MAISLIN INDUSTRIES LTD.



per: "SYDNEY MAISLIN",
President

per: "C. BEAUREGARD",
Secretary-Treasurer

23.

CERTIFICATE OF UNDERWRITER

To the best of our knowledge, information and belief, all the statements and representations made in this application and in the documents submitted in support thereof are true and correct.

MERRILL LYNCH, ROYAL SECURITIES
LIMITED

per: "A. S. GORDON"

per: "E. E. DOYLE"

DISTRIBUTION OF COMMON STOCK AS OF JULY 31, 1972.

<u>Number</u>								<u>Shares</u>
12	.....	Holders of	1	—	24	share lots	.....	115
143	.....	" "	25	—	99	" "	.....	6,235
109	.....	" "	100	—	199	" "	.....	11,330
24	.....	" "	200	—	299	" "	.....	4,825
13	.....	" "	300	—	399	" "	.....	3,965
8	.....	" "	400	—	499	" "	.....	3,300
18	.....	" "	500	—	999	" "	.....	10,825
57	.....	" "	1000	—	up	" "	.....	2,417,495
<u>384</u>		Shareholders				Total shares		<u>2,458,090</u>

APPENDIX

SUBSIDIARY COMPANIES

Name	Date and Manner of Incorporation	Capital		Percentage owned by Company or Wholly-owned Subsidiary	Nature of Business	Date of Acquisition
		Authorized	Issued			
Maislin Transport Ltd.	Letters Patent, Québec November 5, 1952	4,428,600 common shares without par value	1,428,500	100%	Motor Transport Common Carrier	November 2, 1970
Maislin Realty Ltd.	Letters Patent, Québec November 29, 1966	100,000 common shares having a par value of \$1.00 each	100	100%	Real Estate investment, Holding and Development Company	November 2, 1970
Auto Hire, (Canada), Ltd.	Letters Patent, Canada May 26, 1965	400 common shares having a par value of \$100.00 each	400	100%	Motor Vehicle Leasing	December 31, 1971
Lizmax Holding Corp.	Letters Patent March 31, 1960	300 5% non-cumulative preferred shares having a par value of \$100.00 each		100%	Real Estate, Investment, Holding and Development Company	November 2, 1970
		1,000 common shares having a par value of \$1.00 each	1,000			
Maislin Bros. Transport (U.S.) Ltd.	Certificate of Incorporation New Jersey February 8, 1921	1,000 common shares having a par value of \$100.00 each	882½	100%	Motor Transport Common Carrier	August 18, 1964
Champlain Transport Inc.	Certificate of Incorporation State of New York March 11, 1955	200 common shares without par value	200	100%	Motor Transport Common Carrier	November 30, 1966
LaSalle Transport Ltd.	Letters Patent, Québec September 23, 1959	4,000 common shares having a par value of \$10.00 each	500	100%	Motor Transport Common Carrier	September 30, 1968
International Transport Inc.	Letters Patent, Québec January 22, 1959	200 common shares without par value	200	100%	Motor Transport Common Carrier	November 30, 1968
Ace Trucking Inc.	Letters Patent, Québec August 20, 1951	500 common shares having a par value of \$100.00 each	54	100%	Motor Transport Common Carrier	November 23, 1963
Montreal-Ottawa Express Ltd.	Letters Patent, Québec February 12, 1947	2,000 common shares having a par value of \$10.00 each	1,000	100%	Motor Transport Common Carrier	November 9, 1965

APPENDIX (Continued)

Name	Date and Manner of Incorporation	Capital		Percentage owned by Company or Wholly-owned Subsidiary	Nature of Business	Date of Acquisition
		Authorized	Issued			
Toronto Sufferance Truck Terminal Limited	Letters Patent, Ontario September 20, 1960	900 6% non-cumulative preferred shares having a par value of \$100.00 each 10,000 common shares having a par value of \$1.00 each	100	100%	Owner of Bonded Warehouse	May 2, 1968
LaSalle Industrial Development Corporation	Letters Patent, Québec November 26, 1970	500 common shares without par value	500	50%	Owner of Real Estate complex	November 26, 1970
LaSalle Industrial Warehouse Ltd.	Letters Patent, Québec June 7, 1962	3,900 6% non-cumulative preferred shares having a par value of \$10.00 each 1,000 common shares having a par value of \$1.00 each	300 1,000	100%	Owner and Operator of Public Warehouse	December 15, 1971
April Transport Inc.	Letters Patent, Québec September 18, 1968	380 7% non-cumulative preferred shares having a par value of \$100 each 200 common shares having a par value of \$10.00 each	80 200	100%	Household Moving and Storage Company	June 1, 1971
Art Crawford Transport Inc.	Letters Patent, Québec January 14, 1964	2,500 6% non-cumulative preferred shares having a par value of \$10.00 each 5,000 common shares having a par value of \$10.00 each	100	100%	Household Moving and Storage Company	May 26, 1971
Leaside Movers, Carriage and Storage Limited	Letters Patent, Ontario May 11, 1956	35,000 non-cumulative 6% preferred shares having a par value of \$1.00 each 5,000 common shares having a par value of \$1.00 each	100	100%	Household Moving and Storage Company	May 24, 1972

APPENDIX (Continued)

Name	Date and Manner of Incorporation	Capital		Percentage owned by Company or Wholly-owned Subsidiary	Nature of Business	Date of Acquisition
		Authorized	Issued			
Valleyfield Express Limited	Letters Patent, Québec June 27, 1951	5,000 common shares having a par value of \$10.00 each	1,150	100%	Motor Transport Common Carrier	March 31, 1969
Granby Express Inc.	Letters Patent, Québec March 22, 1965	4,000 common shares having a par value of \$10.00 each	100	100%	Motor Transport Common Carrier	
Argosy Carriers Limited	Letters Patent, Ontario November 30, 1946	3,800 6% non-cumulative pre- ferred shares having a par value of \$100.00 each	2,985	100%	Motor Transport Common Carrier	March 22, 1967
		1,000 common shares without par value	100			
Frontenac Transport Limited	Letters Patent, Ontario September 2, 1954	14,000 5% non-cumulative pre- ferred shares having a par value of \$10.00 each		100%	Motor Transport Common Carrier	March 22, 1967
		2,000 common shares without par value	337			
MIL — Van Lines Ltd.	Letters Patent, Canada March 18, 1955	8,000 5% non-cumulative pre- ferred shares having a par value of \$10.00 each	5,000	100%	Motor Transport Common Carrier	March 22, 1967
		56,000 common shares without par value	50,000			
Maislin Realty Corp.	Certificate of Incorporation State of New York July 19, 1961	200 common shares without par value	200	100%	Real Estate Investment. Terminal Owner	June 8, 1967
Montreal Truck Suffrance Warehouse Ltd.	Letters Patent (Amalgamation) Québec December 30, 1966	99,000 5% non-cumulative pre- ferred shares having a par value of \$1.00 each		100%	Owner of Bonded Ware- house	March 31, 1969
		1,000 common shares having a par value of \$1.00 each	1,000			

APPENDIX (Continued)

Name	Date and Manner of Incorporation	Capital		Percentage owned by Company or Wholly-owned Subsidiary	Nature of Business	Date of Acquisition
		Authorized	Issued			
Lauson Drive Yourself Inc.	Letters Patent, Québec February 9, 1954	100 common shares without par value	100	100%	Motor Vehicle Leasing Company	December 31, 1971
Rex Auto Sales Inc.	Letters Patent, Québec February 8, 1968	3,000 8% non-cumulative preferred shares having a par value of \$10.00 each 10,000 common shares having a par value of \$1.00 each	7	100%	Auto Sales Company	December 31, 1971
Airways Rent-A-Car System of Canada Ltd.	Letters Patent, Canada January 25, 1971	50,000 common shares without par value	1,000	80%	Automobile Franchise System	
International Acceptance Corporation	Letters Patent, Québec November 10, 1959	40,000 8% non-cumulative preferred shares, having a par value of \$5.00 each 5,000 common shares having a par value of \$5.00 each	9,500 1,500	100%	Investment and Finance Company	May 1, 1972
Maislin Service Center Limited	Letters Patent, Ontario April 29, 1960	30,000 preferred shares having a par value of \$1.00 each 10,000 common shares of no par value	1,000	100%	Motor Vehicle Service Centre	January 2, 1968